

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **K2FLY LIMITED**ACN/ARSN **125 345 502****1. Details of substantial holder (1)**Name **MARK FORSTER and each of the entities listed in Annexure A**

ACN/ARSN (if applicable)

The holder became a substantial holder on **03 /11 / 2020****2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	5,633,803	5,633,803	5.69% (based on 98,970,207 ordinary shares on issue)

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
SEE ANNEXURE A		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
SEE ANNEXURE A			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
SEE ANNEXURE A				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
SEE ANNEXURE A	

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
SEE ANNEXURE A	

Signature

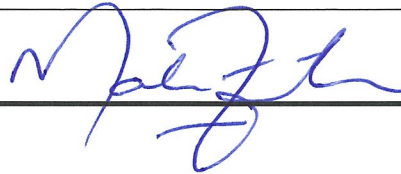
print name

MARK FORSTER

capacity

DIRECTOR

sign here



date

1 / 12 / 2020

DIRECTIONS

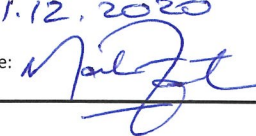
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

ANNEXURE A**K2FLY LIMITED (ACN 125 345 502)**

This is annexure A of 1 page referred to in form Form 603 (Notice of initial substantial holder):

Date: 1.12.2020

Signature: **1. Details of substantial holder**

Name Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust
 The holder became a substantial holder on 3/11/2020

Name Mark Forster and Leonie Christine Forster as trustees for the Forster Superannuation Fund
 The holder became a substantial holder on 3/11/2020

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Mark Forster	Share Sale Agreement (Annexure B) and Escrow Deed (Annexure C)	2,021,408 ordinary shares (12 months voluntary escrow)
Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	Share Sale Agreement and Escrow Deed	795,493 ordinary shares (12 months voluntary escrow)
Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	Escrow Deed	2,816,902 ordinary shares (12 months voluntary escrow)

4. Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Mark Forster	Mark Forster	Mark Forster	2,021,408 ordinary shares (12 months voluntary escrow)
Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	795,493 ordinary shares (12 months voluntary escrow)
Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	2,816,902 ordinary shares (12 months voluntary escrow)

5. Consideration

Holder of relevant interest	Date of acquisition	Consideration	Class and number of securities
Mark Forster	3 November 2020	Non-cash - Acquisition of SATEVA (refer ASX Announcement 28 October 2020)	2,021,408 ordinary shares (12 months voluntary escrow)
Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	3 November 2020	Non-cash - Acquisition of SATEVA (refer ASX Announcement 28 October 2020)	795,493 ordinary shares (12 months voluntary escrow)
Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	3 November 2020	Non-cash - Acquisition of SATEVA (refer ASX Announcement 28 October 2020)	2,816,902 ordinary shares (12 months voluntary escrow)

6. Associates

Name and ACN/ARSN (if applicable)	Nature of association
Mark Forster	Substantial holder
Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	Substantial holder and his wife control the family trust
Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	Substantial holder and his wife acting as trustees of the self managed superannuation fund

7. Addresses

Name and ACN/ARSN (if applicable)	Address
Mark Forster	17 Bellow Way, Noranda, WA, 6062
Mark Forster and Leonie Christine Forster as trustees for the M Forster Family Trust	17 Bellow Way, Noranda, WA, 6062
Mark Forster and Leonie Christine Forster as trustee for the Forster Superannuation Fund	17 Bellow Way, Noranda, WA, 6062